

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION**

OMNICARE, INC.,

Plaintiff,

V.

WALGREENS HEALTH INITIATIVES,
INC., UNITED HEALTHCARE
SERVICES, INC., and COMPREHENSIVE
HEALTH MANAGEMENT, INC.,

Defendants.

Case No. 08-C-3901

Hon. Matthew F. Kennelly

Mag. Judge Geraldine Soat Brown

**AGREED MOTION FOR ENLARGEMENT OF TIME TO RESPOND TO THE
AMENDED COMPLAINT**

Defendants, Comprehensive Health Management, Inc. (“CHMI”), Walgreens Health Initiatives, Inc. (“WHI”), and United Healthcare Services, Inc. (“United,” and collectively with CHMI and WHI, “Defendants”), by their undersigned attorneys, respectfully submit this Agreed Motion for Enlargement of Time to Respond to the Amended Complaint, and in support thereof state as follows:

1. On May 29, 2007, Plaintiff, Omnicare, Inc. (“Plaintiff”), commenced this case in the Circuit Court of Cook County, County Department, Law Division, by filing its Complaint, which alleged two (2) causes of action against WHI for purportedly breaching an agreement between Omnicare and WHI (the “Agreement”).

2. Shortly thereafter, United and CHMI intervened as defendants, and all Defendants¹ filed motions to dismiss the Complaint based upon certain language in the

¹ United answered the Complaint but almost immediately thereafter filed a motion for judgment on the pleadings attacking the Complaint on the same basis as WHI and CHMI's respective motions to dismiss. United has not filed an answer to the Amended Complaint.

Agreement. The state court denied those motions and granted Omnicare leave to file an Amended Complaint.

3. On June 11, 2008, Plaintiff filed a three-count Amended Complaint, adding CHMI and United as defendants and alleging, for the first time, claims directly against CHMI and United. Specifically, in Count II of the Amended Complaint, Plaintiff seeks damages for breach of contract from all Defendants based on their alleged failure to follow federal law and sub-regulatory guidance issued by the Centers for Medicare and Medicaid Services (“CMS”) under the Medicare Prescription Drug Improvement and Modernization Act of 2003.

4. On July 9, 2008, Defendants filed their Notice of Removal with this Court and a Notice of Removal to Federal Court in the Circuit Court of Cook County.

5. Pursuant to FED. R. CIV. P. 81(c)(2)(C), Defendants have five (5) days from the date of filing the Notice of Removal to respond to the Amended Complaint. Accordingly, their responses are due on July 16, 2008. *See also* FED. R. CIV. P. 6(a)(2).

6. Defendants’ respective attorneys have commenced preliminary investigations into the allegations set forth in the Amended Complaint. Due to the complexity of the allegations and subject matter of the Amended Complaint, however, additional time is necessary to more fully investigate this matter and prepare a response.

7. Prior to this motion, no Defendant has filed a motion for enlargement of time to respond to the Amended Complaint. This motion is not made for the purpose of delay; rather, it is made to secure sufficient time to adequately prepare a response to the Amended Complaint. Accordingly, Defendants respectfully request that this Court grant them an additional fourteen (14) days, up to and including July 30, 2008, to respond to the Amended Complaint.

8. On July 10, 2008, counsel for CHMI spoke with counsel for Plaintiff, who agreed to this request for an enlargement of time.

WHEREFORE, for the reasons set forth herein, Defendants respectfully request that this Court enter an order:

- (a) granting each Defendant an additional fourteen (14) days, up to and including July 30, 2008, to respond to the Amended Complaint; and
- (b) any additional relief that this Court deems just and proper.

Dated: July 11, 2008

Respectfully submitted,

WALGREENS HEALTH INITIATIVES, INC., COMPREHENSIVE HEALTH MANAGEMENT, INC.

/s/ Scott W. Fowkes
One of Its Attorneys

Richard C. Godfrey, P.C.
Scott W. Fowkes, P.C.
Charles W. Douglas, Jr.
KIRKLAND & ELLIS, LLP
200 East Randolph Drive
Chicago, Illinois 60601
(t) 312-861-2000

Attorneys for Walgreens Health Initiatives, Inc.

/s/ Steven D. Hamilton
One of Its Attorneys

Edwin E. Brooks
Erin K. McAllister
Steven D. Hamilton
MCGUIREWOODS LLP
77 West Wacker Drive, Suite 4100
Chicago, IL 60601
(t) 312-849-8100

Attorneys for Comprehensive Health Management, Inc.

UNITED HEALTHCARE SERVICES, INC.,

/s/ Kellye L. Fabian
One of Its Attorneys

Kellye L. Fabian
FREEBORN & PETERS, LLP
311 South Wacker Drive, Suite 3000
Chicago, IL 60606
(t) 312-360-6417

Attorneys for United Healthcare Services, Inc.

CERTIFICATE OF SERVICE

I, Steven D. Hamilton, an attorney, hereby certify that on July 11, 2008, I caused a copy of the foregoing *Agreed Motion for Enlargement of Time to Respond to the Amended Complaint* to be filed with the Court's electronic filing system. Parties may access this document through that system. Additionally, I hereby certify that I caused copy of the same to be served via electronic mail and First Class U.S. Mail, postage prepaid, at 77 West Wacker Drive, Suite 4100, Chicago, IL 60601, upon the following people:

Richard P. Campbell
JENNER & BLOCK LLP
330 North Wabash Avenue
Chicago, Illinois 60611-7603

Harvey Kurzweil
Brian S. McGrath
DEWEY & LEBOEUF LLP
1301 Avenue of the Americas
New York, New York 10019-6092

_____/s/ Steven D. Hamilton

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